

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Request for Review by)	CC Docket Nos. 96-45 and 97-21
Dial-Thru, Inc., of the Decision)	
of the Universal Service Administrator)	
)	
Filer ID No. 819966)	

To: The Commission

REQUEST FOR REVIEW

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February 17, 2004

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SUMMARY

Dial-Thru, Inc. (“Dial-Thru”) respectfully seeks review of a December 19, 2003 decision by the Administrator for the Universal Service Administrative Company (“USAC”) that denied Dial-Thru’s request for an adjustment to its 2001 Universal Service Fund (“USF”) contribution. USAC’s calculations, as invoiced to Dial-Thru in 2001, were based upon faulty revenue data and disregarded a revenue report that showed the data was incorrect. When Dial-Thru sought to file a revised submission that would clarify the matter and allow contribution amounts based on its actual revenues, USAC arbitrarily applied a one-year deadline to preclude that filing.

Because USAC’s one-year deadline is neither provided for nor authorized in the FCC’s rules and contradicts the policy objectives of the Communications Act, Dial-Thru requests that the Commission direct USAC to accept the revised Form 499-A and adjust Dial-Thru’s outstanding 2001 USF contribution liability accordingly. Alternatively, Dial-Thru requests that the FCC waive the deadline in this instance for good cause.

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REQUEST FOR REVIEW

Pursuant to Section 54.719 of the Commission's Rules, 47 C.F.R. § 54.719, Dial-Thru, Inc. ("Dial-Thru"), hereby seeks the FCC's review of the December 19, 2003 decision by the Administrator for the Universal Service Administrative Company ("USAC") denying Dial-Thru's request for an adjustment to its 2001 Universal Service Fund ("USF") contribution that was calculated based upon faulty revenue data.¹ In denying the request, USAC disregarded a revenue report that showed the data was incorrect and arbitrarily applied a one-year deadline for a later filing that clarified the matter. As shown below, the deadline enforced by USAC does not have a basis in the Commission's rules and, as applied to Dial-Thru, would contradict the statutory goal of ensuring that USF contributions are equitable.² Should the Commission determine that the deadline is valid, however, Dial-Thru believes that the circumstances in this

¹ *Dial-Thru, Inc., Administrator's Decision on Contributor Appeal* (dated Dec. 19, 2003) ("December 19 Decision") (attached as Exh. 1).

² 47 U.S.C. § 254.

case justify a waiver of the deadline for good cause under the Commission's rules.³

Accordingly, Dial-Thru respectfully asks the Commission to direct USAC to adjust its outstanding USF contribution liability for the calendar year 2001, and to credit Dial-Thru with any finance charges resulting from the overbilled amounts.

I. STATEMENT OF INTEREST AND MATERIAL FACTS

Dial-Thru is a facilities-based telecommunications company offering services primarily on a wholesale basis to other carriers. It offers international re-origination services to large carriers in the United States, and it offers international re-origination services to in foreign markets. These services are provided almost exclusively using enhanced Internet telephony capabilities.

The instant appeal concerns the 2001 USF contributions owed by Dial-Thru's wholly-owned subsidiary RDST, Inc., which provided prepaid domestic calling card services during the first half of calendar year 2000. RDST billed \$2,179,174 in USF-subject revenues during that period. In approximately May 2000, however, RDST ceased providing prepaid calling card services. Therefore, it had no USF-subject revenues during the second half of 2000.

In September 2000, RDST executed a Form 499-S to report first-half 2000 billed revenues that was used by USAC for purposes of calculating USF contributions owed by RDST during the first half of 2001.⁴ The Form was prepared and timely filed on behalf of RDST by Telecom Compliance Services, Inc. ("TCS"), an un-affiliated third-party vendor in the business of assisting companies with complying with FCC filing requirements.

³ 47 C.F.R. § 1.3.

⁴ RDST, Inc. 2000 499-S (attached as Exh. 2).

However, TCS inadvertently overstated RDST's USF-subject revenues in the 499-S for the six-month period as \$3,417,586, rather than the actual figure of \$2,179,174. RDST's Form 499-A, filed in 2001, corrected this error and reported the accurate total USF-subject revenues for the year 2000 (\$2,179,174).⁵ This form was also prepared and submitted by TCS.

Dial-Thru recently learned that, although the corrected revenue amount provided on Line 419 of the Form 499-A (gross billed revenues from all sources) was accurate, TCS did not carry that amount onto Line 420 (universal service contribution bases).⁶ As a result, USAC apparently disregarded the filing, and USAC did not credit Dial-Thru for the amounts overbilled in the first half of 2001. USAC also continued to apply finance charges on the overbilled amount.

Dial-Thru's management did not become aware of this problem until late 2002, for several reasons. First, as a small company then lacking in-house expertise, Dial-Thru justifiably believed that the best method to ensure compliance with extremely complex USAC and FCC regulations was to rely on a third party vendor specializing in such filings.⁷ Dial-Thru's decision was even more reasonable given that significant changes in contributor reporting requirements took effect during this period.⁸ Although Dial-Thru personnel provided TCS with the amount of revenues and other substantive information for the revenue report, Dial-Thru relied upon TCS to

⁵ See 2000 499-S at 1; RDST, Inc., 2001 499-A at 5 ("Original 499-A") (attached as Exh. 3).

⁶ Original 499-A at 5. Dial-Thru was recently advised by USAC that the original Form 499-A, which was due April 1, 2001, was not received by NECA until September 1, 2001. See December 19 Decision at 1. However, Dial-Thru has no basis to believe that the form was not timely filed, based on its internal investigation as well as its discussions with TCS, and USAC has not provided any evidence in support of the claim in its December 19 Decision that the 499-A was filed after the deadline.

⁷ Indeed, the Form 499-A and associated instructions alone are over 30 single-spaced pages, and the FCC has issued innumerable decisions and clarifications in this area that total thousands of pages.

⁸ See Federal-State Joint Board on Universal Service, Petition for Reconsideration filed by AT&T (Report and Order and Order on Reconsideration), 16 FCC Rcd 5748 ¶¶ 17-21.

ensure that the information was entered onto the appropriate lines on Form 499-A and that other procedural requirements were followed.

Second, Dial-Thru did not receive any notice from USAC that the Form 499-A 2001 filing was defective. Dial-Thru has contacted the then-responsible personnel at RDST and at TCS, and neither has a record or recollection of receiving a notice from USAC. Moreover, Dial-Thru does not understand why USAC would not have contacted RDST; a cursory review of the Form 499-A as filed initially suggests that clarification would have been appropriate. The Form 499-A showed an amount for *all* revenues for the entire year that was less than the Form 499-S amount for the first half of the year. Thus, USAC could have deduced that the contributory revenues were either equal to or less than the total revenues. Alternatively, looking solely at the form, USAC could have concluded that RDST's contribution base was zero. In any case, USAC could have sought clarification from RDST. Indeed, Dial-Thru submits that such assistance should be expected from the FCC of its USF Administrator.

Third, during the 2000-2001 period, Dial-Thru restructured its underlying line of business, completed several acquisitions and a corporate reorganization, and underwent substantial changes in its top-level management. Significantly, Dial-Thru's comptroller left the company during the first half of 2001, and its current chief financial officer did not join the company until the third quarter of that year. It therefore is not surprising that the USF invoices, in the absence of any other notification from USAC, did not provide effective notice of the overcharges, given (1) the changes in responsible personnel; (2) Dial-Thru's reasonable reliance

on its third-party provider,⁹ and (3) the pressing challenges faced by the company's new management related to the restructuring of its business.

It was not until it began receiving invoices for unexpectedly high contribution amounts, which included significant finance charges for past due amounts, that Dial-Thru's new management initiated an investigation into this matter. Dial-Thru promptly began working in good faith with USAC to resolve the discrepancies between its actual revenues and the invoiced contribution amounts. After extensive discussions with USAC and NECA over the course of a year, Dial-Thru filed a revised 499-A on August 8, 2003 to seek an adjustment to its contribution.¹⁰ Dial-Thru estimates the overcharges to be over \$70,000.¹¹ This amount is exclusive of finance charges imposed by USAC on the overbilled amounts.

On August 27, 2003, USAC notified Dial-Thru that it would not accept the revised Form 499-A because it was not filed within one year of the original submission.¹² USAC did not address why it had not mentioned that there was a deadline for the submission of revised Form 499's during the innumerable discussions it held with Dial-Thru over the course of the previous year. Nor did USAC fully explain why it had disregarded RDST's initial Form 499-A filing.

⁹ Although Dial-Thru conducted reasonable due diligence in retaining a third party provider and had no reason to question TCS's qualifications at that time, it appears that Dial-Thru is not the only carrier that has encountered difficulties with filings prepared by TCS. *See* Request for Review by Airnex Communications, Inc. of Decision of Universal Service Administrator, CC Docket Nos. 96-45, 97-21 (dated Nov. 25, 2003) at Exh. 4 (stating that 499-A filings prepared by TCS for petitioner did not properly distinguish between its international and interstate revenues).

¹⁰ *See* RDST, Inc., Revised 2001 499-A (attached as Exh. 4).

¹¹ Dial-Thru estimates RDST's 2001 contribution to be approximately \$147,802 (\$2,179,174 x 6.7825% [the average of the two contribution factors for 1Q and 2Q 2001]). The company's records indicate that it was billed for \$262,278.98 in payments in calendar year 2001 (exclusive of finance charges), \$44,221.24 of which has been already credited by USAC.

¹² Letter from USAC to Wendy Flores, Dial-Thru, Inc., Re: 2001 Form 499-A Revision Rejection (dated Aug. 27, 2003) ("USAC Rejection Letter") (attached as Exh. 5).

Dial-Thru timely filed an appeal with USAC on October 23, 2003, through its chief financial officer, which included appropriate documentation and a detailed description of the background facts.¹³ USAC denied this appeal on December 19, 2003, also on the basis that a “Board-approved” deadline of April 1, 2002 prohibited submissions of revised 2001 499-A forms.¹⁴ Again, USAC did not address why it had not mentioned that there was a deadline for the submission of revised Form 499’s during the innumerable discussions it held with Dial-Thru over the course of the previous year. And as earlier, the Administrator did not explain why USAC had disregarded the information reported in RDST’s initial Form 499-A filing. Dial-Thru subsequently retained counsel in order to better understand the Commission’s and USAC’s requirements for contributors, and it now submits this appeal.

As discussed below, Dial-Thru believes that the deadline enforced by USAC has no basis in the Commission’s rules and, as applied to Dial-Thru, would contradict the statutory goal of ensuring that USF contributions are equitable.¹⁵ Should the Commission determine that the deadline is valid, however, Dial-Thru believes that the circumstances in this case warrant a waiver of the deadline for good cause under the Commission’s rules.¹⁶

II. QUESTIONS PRESENTED FOR REVIEW

1. Did USAC exceed its authority by enforcing a one-year deadline for revised 499-A submissions?

¹³ See Letter from Allen Sciarillo, Chief Financial Officer, Dial-Thru, Inc., to Administrator, to USAC (dated Oct. 23, 2003) (attached as Exh. 6).

¹⁴ December 19 Decision at 2.

¹⁵ 47 U.S.C. § 254.

¹⁶ 47 C.F.R. § 1.3.

2. If USAC did not exceed its authority, should Dial-Thru nevertheless be granted a waiver of the filing deadline for good cause?

In addition to the Orders cited herein, the Commission is referred to its universal service rules, 47 C.F.R. §§ 54.701-54.729, and FCC Forms 499-S, 499-Q, and 499-A, the USF worksheets and instructions.

III. ARGUMENT

A. USAC Does Not Have Delegated Authority to Enforce a One-Year Deadline for Form 499-A Revisions

USAC bases its denial on that fact that Dial-Thru's revised Form 499-A was not filed by a "USAC Board-approved deadline" of "up to 12 months from the initial due date of the form in question"¹⁷ (in this case, the "Board-approved deadline" was April 1, 2002). The enforcement of this requirement, however, is beyond the scope of USAC's delegated authority. The Commission has delegated its authority to the Wireline Competition Bureau ("Bureau") — not USAC — to "require additional reporting requirements that the Bureau deems necessary to the sound and efficient administration of the universal service support mechanisms."¹⁸ Furthermore, the enforcement of such a deadline conflicts with statutory directive and Commission policy and, as such, reflects a policy judgment or statutory/rule interpretation which the FCC has explicitly prohibited USAC from making.¹⁹

¹⁷ December 19 Decision at 2.

¹⁸ 47 C.F.R. § 54.711(c).

¹⁹ *Id.* at § 54.702(b) ("The Administrator may not make policy, interpret unclear provisions of the statute or rules, or interpret the intent of Congress. Where the Act or the Commission's rules are unclear, or do not address a particular situation, the Administrator shall seek guidance from the Commission").

Although USAC states in its decision that the “FCC regulations do not require USAC to accept any late-filed revisions to the Form 499,”²⁰ Dial-Thru is unaware of any regulation *authorizing*, let alone requiring, USAC to enforce an arbitrary cut-off deadline for the filing of 499-A revisions. Indeed, to the extent that the FCC’s regulations and forms speak to this issue, they appear to support the opposite view. For example, the instructions to Form 499-A state that filers “*should* submit revised Form 499-A revenue data by December 1 of the same filing year” (emphasis added), but then explicitly provides instructions for “revisions filed after that [date].”²¹ Notably, the instructions do not provide a cut-off date after which entities are no longer permitted to file revisions. In contrast, the instructions to Form 499-Q state that “revised filings *must* be made within 45 calendar days of the original filing date.”²² Thus, the Commission clearly could have set a similar, “hard” deadline for the filing of 499-A revisions, but chose not to do so. The Bureau, not USAC, must make any modifications to those instructions.²³

Several of the Commission’s universal service rules also contemplate adjustments after a one-year period. For example, Section 54.711(a) imposes a duty upon contributors to keep the

²⁰ December 19 Decision at 2.

²¹ Instructions to the Telecommunications Reporting Worksheet, FCC Form 499-A at 10 (2003). The instructions, insofar as they concern the filing of Form 499-A revisions, have not changed in substance since 2001. See 2001 Form 499-A Instructions at 9 (filers “should file revised Form 499-A worksheets by December 1 of the same calendar year. Revisions filed after that must be accompanied by [supporting documentation]”).

²² Instructions to the Telecommunications Reporting Worksheet, FCC Form 499-Q at 9 (2003).

²³ *Biennial Regulatory Review — Streamlined Contributor Reporting Requirements Associated with Administration of Telecommunications Relay Services, North American Numbering Plan, Local Number Portability, and Universal Service Support Mechanisms*, Report and Order, 14 FCC Rcd 16602 at ¶ 39 (1999) (delegating authority to the Chief of the Common Carrier Bureau to make future changes to Form 499-A and noting that the Bureau’s authority to administer contributor reporting requirements extends to “administrative aspects of the requirements, *e.g.* where and *when* worksheets are filed, incorporating edits to reflect Commission changes to the substance of the mechanisms, and other similar details”) (emphasis added).

information filed on 499-A's accurate, without any reference to a deadline.²⁴ Enforcement of USAC's one-year deadline would remove the mechanism for compliance after one year and prevent contributors from complying thereafter. Another rule, Section 54.713, provides that if a carrier fails to file or files late, USAC "*shall* advise the Commission of any enforcement issues ... and provide any suggested response," and that "once a contributor complies" with the requirements, USAC "may refund any overpayments made by the contributor, less any fees, interest, or costs."²⁵ These sections limit USAC's ability to deny a late filing. Notably, USAC may not take enforcement action on its own, as it would be doing in Dial-Thru's case if it imposed what is essentially a monetary penalty that bears no reasonable relationship to the error committed here.

Even the instructions to the Form 499 describe responsibilities that extend for a period longer than one year. On page 5 of the instructions, the FCC states that "Telecommunications providers . . . should retain []documentation of their contribution base revenues for 3 calendar years after the date each Worksheet is due."²⁶ Clearly, the FCC does not intend to foreclose adjustments after a one-year period. And certainly, it cannot mean to suggest that contributors are limited to one year to seek recourse for errors while the FCC has a three-year period to audit and assess additional contributions.

Finally, as discussed in Section B below, USAC's deadline would contravene the Congressional mandate that USF contributions be "equitable" if it were to require entities to

²⁴ 47 C.F.R. § 54.711(a).

²⁵ *Id.* at § 54.713.

²⁶ Form 499-A Instructions at 5 (2003).

submit erroneously calculated and confiscatory contributions.²⁷ In Dial-Thru's case, application of the deadline would be particularly inequitable given that the error in the 2001 499-A was essentially clerical, and that the form provided USAC with an adequate basis upon which to calculate the correct contribution amount. USAC had adequate notice that a discrepancy existed, which should have prompted USAC to contact Dial-Thru to clarify the information, rather than ignore the filing on its own volition. Instead, Dial-Thru had to discover this error, and thereafter worked in good faith to resolve the discrepancy.

Moreover, the amount of the overcharge represents a significant hardship for the company, which is a small business with limited revenue subject to USF contributions. As mentioned above, Dial-Thru is not yet profitable. Affirming USAC's decision in this case would undermine the policy objective of the Act and the Commission's rules to support competition and to apply USF requirements equitably. Thus, USAC's rejection of Dial-Thru's request either conflicts directly with the statutory directive, or represents an impermissible interpretation of what constitutes an "equitable" contribution. For all of the above reasons, USAC's denial of Dial-Thru's appeal should be reversed.

B. Alternatively, Waiver of USAC's Deadline is Justified by Dial-Thru's Special Circumstances and Would Serve the Public Interest

Should the Commission uphold USAC's one-year deadline, Dial-Thru requests that the Agency waive the deadline in this case and direct USAC to accept Dial-Thru's revised Form 499-A seeking an adjustment. Under Section 1.3 of the Commission's Rules, any provision of the rules may be waived if "good cause" is shown.²⁸ The Commission may exercise its

²⁷ See also U.S. Const., Amendment V (Takings Clause).

²⁸ 47 C.F.R. § 1.3.

discretion to waive a rule where the particular facts make strict compliance inconsistent with the public interest if applied to the petitioner and when the relief requested would not undermine the policy objective of the rule in question.²⁹ The petitioner must demonstrate that, in view of unique or unusual factual circumstances, application of the rule(s) would be inequitable, unduly burdensome, or contrary to the public interest.³⁰

Grant of the waiver in this case would serve the public interest by ensuring that Dial-Thru's contributions to universal service are equitable and that a small competitor can continue to operate in the market, providing important price pressures for international services.³¹ Section 254(d) of the Communications Act requires that the mechanisms for universal service contributions must be specific, predictable and sufficient, and contributions to the universal service fund must be made on an equitable and non-discriminatory basis.³² The Bureau has previously granted a waiver of a filing deadline because it found that requiring an entity to contribute an erroneous amount to support universal service is inconsistent with the requirement that contributions be equitable.³³ In that case, the disputed amount was less than \$15,000 – much less than the amount at stake here.³⁴ Requiring Dial-Thru, a small business, to pay an amount

²⁹ *WAIT Radio v. FCC*, 418 F.2d 1153 (D.C. Cir. 1969), *cert. denied*, 409 U.S. 1027 (1972) (“*WAIT Radio*”); *Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990).

³⁰ *WAIT Radio*, 418 F.2d at 1159.

³¹ *See Via USA, Ltd Telegroup Inc., Application for Authority Under Section 214 of the Communications Act of 1934, as amended, To Operate as International Resale Carriers*, 9 FCC Rcd 2288 ¶ 11 (1994) (“The use of ... resold services for international call-back activity could place significant downward pressure on foreign collection rates, to the ultimate benefit of U.S. ratepayers and industry”).

³² 47 U.S.C. § 254; *ABC Cellular Corporation Page Now, Inc./ ABC Paging, Inc.*, Request for Review, 17 FCC Rcd 25192 (Wir. Com. Bur. 2002) at ¶ 10 (“*ABC Cellular*”).

³³ *ABC Cellular* at ¶ 10.

³⁴ *See ABC Cellular Corporation Page Now, Inc./ ABC Paging, Inc.* Request for Review, CC Docket Nos. 96-45, 97-21 (filed June 17, 2002) at 4 n.11.

that is significantly over its proper USF contribution is clearly inequitable, is unduly burdensome to the company, and would serve neither the public interest nor the goals of the Act.

Furthermore, Dial-Thru faces a combination of unique circumstances that justifies a waiver. First, this is not a case in which a company failed to report sufficient information for USAC to use as a basis for calculating its contribution. As discussed above, Line 419 of RDST's initial 499-A clearly showed that its total 2000 revenues were \$2,179,174, which provided an adequate basis on which to calculate the company's contributions.³⁵ In short, the error was merely clerical, not substantive.

Second, Dial-Thru has worked in good faith throughout this proceeding to comply with the filing requirements. Its initial reliance on a third-party expert (prior to the advent of current management) to ensure compliance with the Commission's rules was reasonable, given the complexity of the filing requirements, the additional changes to the requirements that took effect in 2001, and the turnover in management that year. Due to the corporate and management reorganization, the error in the filing came to the notice of the Chief Financial Officer later than it would have absent a reorganization. Nonetheless, since that time, Dial-Thru has worked diligently with USAC to resolve outstanding issues and has reached resolution on all issues other than the second half of 2000, at which time it exited the retail prepaid card business that provided the revenues and contribution base for earlier periods.

Third, denial of the waiver will cause substantial hardship to the company, whereas grant of the waiver will not result in a windfall to Dial-Thru.³⁶ As described above, Dial-Thru will

³⁵ See 47 C.F.R. § 54.709(a)(3) (USAC should use all "relevant data" to compute contribution, if 499-A is not timely filed).

³⁶ See *WAIT Radio*, supra n. 28; *ABC Cellular* at ¶ 11 ("the waiver of the deadline may be appropriate in circumstances where application of the deadline would impose a significant hardship on applicants").

experience substantial hardship if it is forced to pay what is essentially a penalty for a relatively minor clerical mistake. On the other hand, Dial-Thru did not collect any pass-through fees on the disputed contribution base amount (which was solely a product of USAC's inflated estimate, not actual revenues), and thus the company will not receive any windfall from the correction of this error.

Finally, grant of the waiver will not undermine the USF program. Although the amount at issue is significant to Dial-Thru, the amount is less than one-hundredth of one percent of the amount contributed to the USF program by all telecommunications providers.³⁷ Furthermore, Dial-Thru is not seeking a refund of funds that have already been disbursed by the Administrator, but rather an adjustment of its outstanding liability. The Administrator accommodates the possibility of such adjustments when it calculates the quarterly contribution factors adopted by the Commission. On the other hand, Dial-Thru is limited in the amount it may recover from its end users for competitive reasons and by FCC policy.³⁸

³⁷ See, e.g., *Proposed First Quarter 2001 Universal Service Contribution Factor*, CC Docket No. 96-45, DA 00-2764 (Public Notice) (rel. Dec. 8, 2000) at 2 (projecting collection of \$1.3 billion in contributions in first quarter of 2001).

³⁸ The FCC has stated that "carriers may not . . . recover through a federal universal service line item an amount that exceeds the interstate telecommunications charges on a customer's bill times [the contribution factor]." See *Proposed Fourth Quarter 2003 Universal Service Contribution Factor*, DA 03-2833 (Public Notice) (rel. Sept. 5, 2003), at p. 4.

IV. STATEMENT OF RELIEF SOUGHT

For the foregoing reasons, Dial-Thru respectfully requests that the Commission direct USAC to accept Dial-Thru's revised 2001 499-A and issue corrected invoices to Dial-Thru based on the information in that filing. In addition, Dial-Thru seeks an elimination of any finance charges or other penalties associated with those miscalculations.

Respectfully submitted,

DIAL-THRU, INC.

Allen Sciarillo
Chief Financial Officer
DIAL-THRU, INC.
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By: /s/ Patricia J. Paoletta
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COUNSEL FOR DIAL-THRU, INC.

February 17, 2004

CERTIFICATE OF SERVICE

I, Chin Yoo, hereby certify that on this 17th day of February, 2004, I caused a copy of the foregoing to be sent to:

Administrator
Universal Service Administrative Company
2120 L Street, NW, Suite 600
Washington, DC 20037
(via first class mail)

Diane Law Hsu
Deputy Division Chief
Telecommunications Access Policy Division
Wireline Competition Bureau
Federal Communications Commission
445 12th Street, S.W., Rm 6A-360
Washington, DC 20554
(via hand delivery)

/s/
Chin Yoo

**Before the
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To: The Commission)	

DECLARATION OF ALLEN SCIARILLO

I, Allen Sciarillo, hereby declare:

I am the Chief Financial Officer of Dial-Thru, Inc. ("Dial-Thru"), a position I have held since the third quarter of 2001. Prior to my joining the company, this position remained vacant for several months. I understand that the last person to oversee my responsibilities on a full-time basis was the prior comptroller, who left the company sometime in the first half of 2001.

I declare under penalty of perjury that, to the best of my knowledge, the facts set forth in the foregoing "Request for Review" are true and correct.

Executed this 17th day of February, 2004, in Los Angeles, California.



Allen Sciarillo
Chief Financial Officer
DIAL-THRU, INC.
17383 Sunset Boulevard, Suite 350
Los Angeles, California 90272

EXHIBIT 1



Universal Service Administrative Company

Administrator's Decision on Contributor Appeal

December 19, 2003

BY FEDERAL EXPRESS

Allen Sciarillo
Chief Financial Officer
Dial-Thru, Inc.
17383 Sunset Boulevard, Suite 350
Los Angeles, California 90272

Re: Dial-Thru, Inc. (Filer ID # 819966)

Dear Mr. Sciarillo:

The Universal Service Administrative Company (USAC) has completed its evaluation of the letter of appeal submitted on behalf of Dial-Thru, Inc. (Dial-Thru) dated October 23, 2003 (Appeal). Your Appeal requests USAC's acceptance of a late-filed 2001 FCC Form 499-A reporting 2000 revenue (2001 Form 499-A).

Summary:

Dial-Thru filed an original 2001 Form 499-A, reporting 2000 annual revenue, on September 10, 2001, five months after the due date of April 1, 2001. Because Dial-Thru had not timely filed its 2001 Form 499-A, USAC, for the purpose of calculating charges, relied on estimates of Dial-Thru's 2001 annual revenue derived from Dial-Thru's previously filed Form 499-S reporting January – June 2001 revenue. USAC's records indicate that the late-filed 2001 Form 499-A, which was received on September 1, 2001, was incorrectly completed. Consequently, no changes were made to Dial-Thru's account. The fact that subsequent invoices did not reflect charges resulting from the form submission put Dial-Thru on notice that its late-filed 2001 Form 499-A had not been processed.

On August 14, 2003, Dial-Thru submitted a revised 2001 Form 499-A. Because USAC received Dial-Thru's revision after the revision deadline, USAC rejected it as untimely.

Allen Sciarillo
Chief Financial Officer
Dial-Thru, Inc.
December 19, 2003
Page 2

Background:

Federal Communications Commission (FCC) regulations require carriers to file an FCC Form 499-A annually and an FCC Form 499-Q quarterly and require USAC to bill contributors based on reported revenues. *See generally* 47 C.F.R. Part 54. USAC is required to estimate revenue for carriers that fail to file the required worksheets and to bill those carriers based on the estimated revenue. FCC regulations do not require USAC to accept any late-filed revisions to the Forms 499.

The 2001 Form 499-A had a due date of April 1, 2001 and an FCC-established revision deadline of December 1 of the same year as provided for in the Form instructions. However, in order to afford contributors an adequate opportunity to revise reported revenues, the USAC Board has authorized USAC to allow carriers a longer 12-month period for the filing of new or revised annual forms. Accordingly, since September 1, 1999, USAC has allowed carriers to file new or revised annual forms after the original due date and for a period limited up to 12 months from the initial due date of the form in question. The deadline for form revisions is clearly stated in the instructions for the Form 499-A, is discussed in a document entitled "Helpful Hints" that was included with the forms, and is posted on USAC's website: www.universalservice.org. In addition, questions concerning forms and revisions can be addressed to USAC's data collection agent via email at "Form499@universalservice.org".

The 2001 Form 499-A was due on April 1, 2001. USAC received Dial-Thru's revised Form on August 14, 2003, after the December 1, 2001 revision deadline provided for in the FCC instructions accompanying the Form and after the USAC Board-approved deadline of April 1, 2002. Because Dial-Thru attempted submission was received more than 12 months after the due date, USAC rejected the submission consistent with its policy.

Explanation of Decision:

Because Dial-Thru's revised 2001 Form 499-A was untimely filed, the Appeal must be denied.

Decision on Appeal: Denied.

USAC hereby denies Dial-Thru's Appeal.

If you disagree with the USAC response to your Letter of Appeal, you may file an appeal with the FCC. Your appeal must be **POSTMARKED** within 60 days of the date of this letter. Failure to meet this requirement will result in automatic dismissal of your appeal. If you are submitting your appeal via the United States Postal Service, you should direct the appeal to:

Allen Sciarillo
Chief Financial Officer
Dial-Thru, Inc.
December 19, 2003
Page 3

Federal Communications Commission
Office of the Secretary
445 – 12th Street, SW
Room TW-A325
Washington, DC 20554

Documents sent by Federal Express of any other express mail should use the following address:

Federal Communications Commission
Office of the Secretary
9300 East Hampton Drive
Capitol Heights, MD 20743
(8:00 A.M. – 5:30 P.M. ET)

For hand-delivered or messenger-delivered items, use the following address:

Federal Communications Commission
Office of the Secretary
236 Massachusetts Avenue, NE, Suite 110
Washington, DC 20002
(8:00 A.M. – 7:00 P.M.)

For security purposes, hand-delivered or messenger-delivered documents will not be accepted if they are enclosed in an envelope. Any envelopes must be disposed of before entering the building. Hand deliveries must be held together with rubber bands or fasteners.

Appeals may also be submitted to the FCC electronically, either by the Electronic Comment Filing System (ECFS) or by fax. The FCC recommends filing with the ECFS to ensure timely filing. Instructions for using ECFS can be found on the ECFS page of the FCC web site. Appeals to the FCC filed by fax must be faxed to 202-418-0187. Electronic appeals will be considered filed on a business day if they are received at any time before 12:00 A.M. (midnight), Eastern Standard Time. Fax transmissions will be considered filed on a business day if the complete transmission is received at any time before 12:00 A.M.

Allen Sciarillo
Chief Financial Officer
Dial-Thru, Inc.
December 19, 2003
Page 4

Please be sure to refer to CC Docket No. 96-45 on all communication with the FCC. The appeal transmission must also provide your company's name and Filer ID, plus necessary contact information, including the name, address, telephone number, fax number, and e-mail address of the person filing the appeal. Unless the appeal is by ECFS, please include a copy of the letter being appealed.

Sincerely,

USAC

Universal Service Administrative Company

cc: Diane Law Hsu, FCC Wireline Competition Bureau
James Shook, FCC Enforcement Bureau

EXHIBIT 2

2000 FCC Form 499-S Telecommunications Reporting Worksheet

Approval by OMB
3060-0055

>>> Please read instructions before completing. <<<

Short Form -- Universal Service Contributors only -- due September 1, 2000

Block 1: Contributor Identification Information

101

Filer 499 ID

102 Legal name of reporting entity

RDST, Inc.

103 IRS employer identification number

75-2777065

104 Name telecommunications service provider is doing business as

RDST, Inc.

105 Principal communications business (check the one that best describes the reporting entity -- see directions)

☐ CAP/LEC

☐ Cellular/PCS/SMR (wireless telephony incl. by resale)

☐ Incumbent LEC

☐ IXC

☐ Local Reseller

☐ OSP

☐ Paging & Messaging

☐ Payphone Service Provider

☐ Pre-paid Card

☐ Private Service Provider

☐ Satellite

☐ Shared Tenant Service Provider

☐ SMR (dispatch)

☒ Toll Reseller

☐ Wireless Data

If you check "Other Local", "Other Mobile" or

☐ Other Local

☐ Other Mobile

☐ Other Toll

"Other Toll", describe your carrier type / services provided:

106 Holding company (All affiliated companies should show same name here)

107 FCC Registration Number (FRN) (not required for September 2000 filing)

108 Complete mailing address of reporting entity
corporate headquarters

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

Block 2: Contact Information

109 Person who completed this worksheet

Chris Stockhoff

110 Telephone number of this person

(678) - 775-2244

111 Fax number of this person

(678) - 775-2254

112 E-mail of this person

cstockhoff@tcsteam.com

113 Corporate office, attn. name, and mailing
address to which future Telecommunications
Reporting Worksheets should be sent

RDST, Inc.

Chris Stockhoff

6455 East Johns Crossing, Suite 285, Duluth, GA 30097

114 Billing address and billing contact person:
(Bills for Universal Service contributions
will be sent to this address.)

Terra Bains

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

Block 3: Contributor Revenue Information

Filing Period	Billed revenue for January 1 through June 30 of 2000	Total Revenue (a)	Interstate Revenue (b)	International Revenue (c)
115 Revenue from service provided to other universal service contributors for resale				
116 Universal service contribution base revenues		\$3,417,586.20	\$1,733,448.69	\$1,573,345.97
117 Ancillary revenues			Column (b) and (c) not requested	
118 Gross billed revenue from all sources (sum of above)		\$3,417,586.20	for lines 117 and 118	

Block 4: CERTIFICATION: to be signed by an officer of the filer

119 I certify that the revenue data contained herein is privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to Sections 0.459, 52.17, 64.711 and 64.804 of the Commission's Rules.



I certify that I am an officer of the above-named reporting entity, that I have examined the foregoing report and to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate statement of the affairs of the above-named company for the previous calendar year.

120 Signature

121 Printed name of officer

122 Position with reporting entity

123 Date

124 This filing is:

☒ Original filing

☐

Revised filing (revisions due by January 31, 2001)

Do not mail checks with this form. Send this form to: Form 499 c/o NECA, 80 South Jefferson Road, Whippany, N.J. 07981

For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet Info: (973) 560-4400 or via e-mail: Form499@neca.org

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-S
July 2000

EXHIBIT 3

Approval by OMB
3060-0855

2001 FCC Form 499-A Telecommunications Reporting Worksheet

>>> Please read instructions before completing. <<<
Annual Filing - due April 1.

Block 1: Contributor Identification Information

During the year, carriers must file Blocks 1, 2 and 6 if there are any changes in Lines 104 or 112. See instructions.

101 Filer 499 ID (If you don't know your number, contact the administrator at (973)-360-4400.
if you are a new filer, leave blank and a Filer 499 ID will be assigned to you.)

0004-3376-55

102 Legal name of reporting entity

RDST, Inc.

75-2777065

103 IRS employer identification number

RDST, Inc.

104 Name telecommunications service provider is doing business as

RDST, Inc.

105 Principal telecommunications business (Check the one that best describes the reporting entity - see directions. Check one box only.)

☐ CAP/LEC

☐ Cellular/PCS/SMR (wireless telephony incl. by resale)

☐ Incumbent LEC

☐ Interexchange Carrier (IXC)

☐ Local Reseller

☐ Operator Service Provider (OSP)

☐ Paging & Messaging

☐ Payphone Service Provider

☐ Prepaid Card

☐ Private Service Provider

☐ Satellite

☐ Wireless Data

☐ Shared-Tenant Service Provider

☐ SMR (dispatch)

☒ Toll Reseller

☐ Other Toll

If Other Local, Other Mobile or Other Toll is checked, describe carrier type / services provided:

☐ Other Mobile

106 Holding company (All affiliated companies should show same name here)

107 FCC Registration Number (FRN) [https://gulffoss2.fcc.gov/corees/Coreshome.html]
[For assistance, contact the CORES help desk at 877-480-3201 or CORES@fcc.gov]

108 Management company (If carrier is managed by another entity)

109 Complete mailing address of reporting entity's corporate headquarters

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

110 Complete business address for customer inquiries and complaints
[if different from address entered on Line 109]

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

111 Telephone number for customer inquiries and complaints [Toll-free number if available]

112 All trade names that you have used in the past 3 years in providing telecommunications services. This should include all names by which you are identified on customer bills.

a	
b	
c	
d	
e	
f	

Use an additional sheet if necessary. Each reporting entity must provide all names used for carrier activities.

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A

February 2001

2001 FCC Form 499-A Telecommunications Reporting Worksheet**Block 2-A: Personal Contact Information**

201 Filer 499 ID [from Line 101]	0004-3378-55
202 Legal name of reporting entity [from Line 102]	RDST, Inc.
203 Person who completed this worksheet	Chris Stockhoff
204 Telephone number of this person	() - (678) 775-2244
205 Fax number of this person	() - (678) 775-2254
206 E-mail of this person	cstockhoff@tcsteam.com
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	6455 East Johns Crossing, Suite 285 Duluth, GA 30097

208 Billing address and billing contact person:
[Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]

Block 2-B: Agent for Service of Process

All carriers must complete Lines 209 through 213
During the year, carriers must refile Books 1, 2 and 6 if there are any changes in this section. See Instructions.

209 D.C. Agent for Service of Process per 47 U.S.C. 413	TCS Corporate Services, Inc.
210 Telephone number of D.C. agent	() - (202) 783-2700
211 Fax number of D.C. agent	() - (202) 783-0145
212 E-mail of D.C. agent	
213 Complete business address of D.C. agent for hand service of documents	400 Seventh Street N.W., Suite 101 Washington, D.C. 20004
214 Alternate Agent for Service of Process (optional)	
215 Telephone number of alternate agent	() -
216 Fax number of alternate agent	() -
217 E-mail of alternate agent	
218 Complete business address of alternate agent for hand service of documents	

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2001

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Block 2-C: FCC Registration Information:

Carriers that provide interstate service must complete Lines 219 through 225
During the year, carriers must file Blocks 1, 2 and 6 if there are any changes in this section. See instructions.

219 Chief Executive Officer (or, a similar senior-level official
if the filing entity does not have such a position)

220 Business address of individual named above

check if same as Line 109 ☐

221 Chairman (or, a similar senior-level official if the filing entity
does not have such a position or if the Chairman also is
listed on Line 219)

Roger Bryant

222 Business address of individual named above

check if same as Line 109 ☒

223 President (or, a similar senior-level official if the filing entity
does not have such a position or if the President also is
listed on Line 219 or on Line 221)

John Jenkins

224 Business address of individual named above

check if same as Line 109 ☒

225 Indicate in which jurisdictions the filing entity provides telecommunications services. Include jurisdictions in which service was provided in the past 15 months and jurisdictions in which service is likely to be provided in the next 12 months.

<input checked="" type="checkbox"/> Alabama	<input checked="" type="checkbox"/> Kentucky	<input checked="" type="checkbox"/> Ohio
<input type="checkbox"/> Alaska	<input checked="" type="checkbox"/> Louisiana	<input checked="" type="checkbox"/> Oklahoma
<input type="checkbox"/> American Samoa	<input checked="" type="checkbox"/> Maine	<input checked="" type="checkbox"/> Oregon
<input checked="" type="checkbox"/> Arizona	<input checked="" type="checkbox"/> Maryland	<input checked="" type="checkbox"/> Pennsylvania
<input checked="" type="checkbox"/> Arkansas	<input checked="" type="checkbox"/> Massachusetts	<input checked="" type="checkbox"/> Puerto Rico
<input checked="" type="checkbox"/> California	<input checked="" type="checkbox"/> Michigan	<input checked="" type="checkbox"/> Rhode Island
<input checked="" type="checkbox"/> Colorado	<input checked="" type="checkbox"/> Midway Atoll	<input checked="" type="checkbox"/> South Carolina
<input checked="" type="checkbox"/> Connecticut	<input checked="" type="checkbox"/> Minnesota	<input checked="" type="checkbox"/> South Dakota
<input checked="" type="checkbox"/> Delaware	<input checked="" type="checkbox"/> Mississippi	<input checked="" type="checkbox"/> Tennessee
<input checked="" type="checkbox"/> District of Columbia	<input checked="" type="checkbox"/> Missouri	<input checked="" type="checkbox"/> Texas
<input checked="" type="checkbox"/> Florida	<input checked="" type="checkbox"/> Montana	<input checked="" type="checkbox"/> Utah
<input checked="" type="checkbox"/> Georgia	<input checked="" type="checkbox"/> Nebraska	<input type="checkbox"/> U.S. Virgin Islands
<input type="checkbox"/> Guam	<input checked="" type="checkbox"/> Nevada	<input checked="" type="checkbox"/> Vermont
<input checked="" type="checkbox"/> Hawaii	<input checked="" type="checkbox"/> New Hampshire	<input checked="" type="checkbox"/> Virginia
<input checked="" type="checkbox"/> Idaho	<input checked="" type="checkbox"/> New Jersey	<input type="checkbox"/> Wake Island
<input checked="" type="checkbox"/> Illinois	<input checked="" type="checkbox"/> New Mexico	<input checked="" type="checkbox"/> Washington
<input checked="" type="checkbox"/> Indiana	<input checked="" type="checkbox"/> New York	<input checked="" type="checkbox"/> West Virginia
<input checked="" type="checkbox"/> Iowa	<input checked="" type="checkbox"/> North Carolina	<input checked="" type="checkbox"/> Wisconsin
<input type="checkbox"/> Johnston Atoll	<input checked="" type="checkbox"/> North Dakota	<input checked="" type="checkbox"/> Wyoming
<input checked="" type="checkbox"/> Kansas	<input type="checkbox"/> Northern Mariana Islands	

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2001

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Block 3: Carrier's Carrier Revenue Information

301	Filer 499 ID [from Line 101]	0004-3376-55			
302	Legal name of reporting entity [from Line 102]	RDST, Inc.			
<p>Report billed revenues for January 1 through December 31, 2000. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars.</p>					
<p>See instructions regarding percent interstate & international Revenues from Services Provided for Resale by Other Contributors to Federal Universal Service Support Mechanisms</p>					
<p><u>Fixed Local Service</u></p>					
303	Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and PICC charges to IXCs				
a Provided as unbundled network elements					
b Provided under other arrangements					
304	Per-minute charges for originating or terminating calls				
a Provided under state or federal access tariff					
b Provided as unbundled network elements or other contract arrangement					
305	Local private line & special access				
306	Payphone compensation from toll carriers				
307	Other local telecommunications service revenues				
308	Universal service support revenues received from Federal or state sources				
<p><u>Mobile services including wireless telephony, paging & messaging and other mobile services</u></p>					
309	Monthly, activation, and message charges except toll				
<p><u>Toll services</u></p>					
310	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)				
311	Ordinary long distance (direct-dialed MTS, customer toll-free 800/888 service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)				
312	Long distance private line services				
313	Satellite services				
314	All other long distance services				
<p>PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001</p>					

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Page 5

Block 4: End-User and Non-Telecommunications Revenues Information.

0004-3376-55 RDST, Inc.		Breakouts	
Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		International Revenues (e)
	Interstate (b)	International (c)	
401 Filer 499 ID [from Line 101] 402 Legal name of reporting entity [from Line 102] Report billed revenues for January 1 through December 31, 2000 Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.			
Revenues From All Other Sources (end-user telecom. & non-telecom.) 403 Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions			
Fixed local services 404 Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PCCC charges			
405 PCCC charges levied by a local exchange carrier on a no-PIC customer and Tariffed subscriber line charges			
406 Local private line and special access service			
407 Payphone coin revenues			
408 Other local telecommunications service revenues			
Mobile services (including wireless telephony, paging & messaging, and other mobile services) 409 Monthly and activation charges			
410 Message charges including roaming, but excluding toll charges			
Toll services 411 Prepaid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards			
412 International calls that both originate and terminate in foreign points			
413 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenues reported on Line 412			
414 Ordinary long distance (direct-dialed MTS, customer toll-free 800/888 service, "10-10" calls, associated monthly account maintenance, PCCC pass-through, and other switched services not reported above)			
415 Long distance private line services			
416 Satellite services			
417 All other long distance services			
418 Enhanced services, inside wiring maintenance, billing and collection, customer premises equipment, published directory, dark fiber, Internet access, cable TV program transmission, and non-telecommunications service revenues (see instructions)			
419 Gross billed revenues from all sources [incl. reseller & non-telecom.] (Lines 303 through 314 plus Lines 403 through 418)		2,179,174.53	
420 Universal service contribution bases (Lines 403 through 411 & Lines 413 through 417)		1,474,769.94	
Total		604,434.84	

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A

February 2001

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Block 5: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101]	0004-3376-55
502 Legal name of reporting entity [from Line 102]	RDSI, Inc.

Most filers must contribute to LNP administration and must provide the percentages requested in Lines 503 through 510. Filing entities that use Line 603 to certify that they are exempt from this requirement need not provide this information.

Percentage of revenues reported in Block 3 and Block 4 billed in each region of the country. Round or estimate to nearest whole percentage. Enter 0 if no service was provided in the region.

		Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503 Southeast:	Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, and U.S. Virgin Islands	%	15%
504 Western:	Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming	%	12%
505 West Coast:	California, Hawaii, Nevada, American Samoa, Guam, Johnston Atoll, Midway Atoll, Northern Mariana Islands, and Wake Island	%	17%
506 Mid-Atlantic:	Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, and West Virginia	%	7%
507 Mid-West:	Illinois, Indiana, Michigan, Ohio, and Wisconsin	%	28%
508 Northeast:	Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont	%	8%
509 Southwest:	Arkansas, Kansas, Missouri, Oklahoma, and Texas	%	13%
510 Total	(Percentages must add to 0 or 100)	%	100%

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4, Line 420 but may be excluded from a filer's IRS, NANI, LNP, and FCC common carrier regulatory fee contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below.

(a)	(b)
Total Revenues	Interstate and International
\$	\$

Revenues from resellers that do not contribute to Universal Service

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2001

EXHIBIT 4

2001 FCC Form 499-A Telecommunications Reporting Worksheet

>>> Please read instructions before completing. <<<
Annual Filing -- due April 1.Approval by OMB
3060-0855

Block 1: Contributor Identification Information

101 Filer 499 ID [If you don't know your number, contact the administrator at (973)-560-4400.]

If you are a new filer, leave blank and a Filer 499 ID will be assigned to you.

0004-3376-55

102 Legal name of reporting entity

RDST, Inc.

103 IRS employer identification number

75-2777065

104 Name telecommunications service provider is doing business as

RDST, Inc.

105 Principal telecommunications business (Check the one that best describes the reporting entity -- see directions. Check one box only.)

☐ CAP/LEC☐ Local Reseller☐ Prepaid Card☐ Shared-Tenant Service Provider☐ Cellular/PCS/SMR (wireless telephony incl. by resale)☐ Operator Service Provider (OSP)☐ Private Service Provider☐ SMR (dispatch)☐ Other Local☐ Incumbent LEC☐ Paging & Messaging☐ Satellite☒ Toll Reseller☐ Wireless Data☐ Other Toll☐ Interexchange Carrier (IXC)☐ Payphone Service Provider

If Other Local, Other Mobile or Other Toll is checked,

describe carrier type / services provided:

106 Holding company (All affiliated companies should show name here)

107 FCC Registration Number (FRN) [https://flics2.fcc.gov/cores/coreshome.html]
[For assistance, contact the CORES help desk at 877-480-3201 or CORES@fcc.gov]

108 Management company [If carrier is managed by another entity]

109 Complete mailing address of reporting entity's
corporate headquarters

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

110 Complete business address for customer inquiries and complaints
[if different from address entered on Line 109]

700 S. Flower Street, Suite 2950, Los Angeles, CA 90017

111 Telephone number for customer inquiries and complaints [Toll-free number if available]

112 All trade names that you have used in the past 3 years in providing telecommunications
services. This should include all names by which you are identified on customer bills.

a

b

c

d

e

f

Use an additional sheet if necessary. Each reporting entity must provide all names used for carrier activities.

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A

February 2001

2004-03-22

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Page 2

Block 2-A: Personal Contact Information

201 Filer 499 ID [from Line 101]	0004-3376-55
202 Legal name of reporting entity [from Line 102]	RDST, Inc.
203 Person who completed this worksheet	Chris Stockhoff
204 Telephone number of this person	() - (678) 775-2244
205 Fax number of this person	() - (678) 775-2254
206 E-mail of this person	cstockhoff@tcsteam.com
207 Corporate office, alt. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	6455 East Johns Crossing, Suite 285 Duluth, GA 30097

208 Billing address and billing contact person:
[Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]

Block 2-B: Agent for Service of Process

All carriers must complete Lines 209 through 213
During the year, carriers must refile Blocks 1, 2 and 6 if there are any changes in this section. See instructions.

209 D.C. Agent for Service of Process per 47 U.S.C. 413	TCS Corporate Services, Inc.
210 Telephone number of D.C. agent	() - (202) 783-2700
211 Fax number of D.C. agent	() - (202) 783-0145
212 E-mail of D.C. agent	
213 Complete business address of D.C. agent for hand service of documents	400 Seventh Street N.W., Suite 101 Washington, D.C. 20004
214 Alternate Agent for Service of Process (optional)	
215 Telephone number of alternate agent	() -
216 Fax number of alternate agent	() -
217 E-mail of alternate agent	
218 Complete business address of alternate agent for hand service of documents	

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

FCC Form 499-A
February 2001

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Block 2-C: FCC Registration Information:

Carriers that provide interstate service must complete Lines 219 through 225 During the year, carriers must refile Blocks 1, 2 and 6 if there are any changes in this section. See Instructions.

219 Chief Executive Officer (or, a similar senior-level official if the filing entity does not have such a position)

220 Business address of individual named above

check if same as Line 109 ☐

221 Chairman (or, a similar senior-level official if the filing entity does not have such a position or if the Chairman also is listed on Line 219)

Roger Bryant

222 Business address of individual named above

check if same as Line 109 ☒

223 President (or, a similar senior-level official if the filing entity does not have such a position or if the President also is listed on Line 219 or on Line 221)

John Jenkins

224 Business address of individual named above

check if same as Line 109 ☒

225 Indicate in which jurisdictions the filing entity provides telecommunications services. Include jurisdictions in which service was provided in the past 15 months and jurisdictions in which service is likely to be provided in the next 12 months.

<input checked="" type="checkbox"/> Alabama	<input checked="" type="checkbox"/> Kentucky	<input checked="" type="checkbox"/> Ohio
<input type="checkbox"/> Alaska	<input checked="" type="checkbox"/> Louisiana	<input checked="" type="checkbox"/> Oklahoma
<input type="checkbox"/> American Samoa	<input checked="" type="checkbox"/> Maine	<input checked="" type="checkbox"/> Oregon
<input checked="" type="checkbox"/> Arizona	<input checked="" type="checkbox"/> Maryland	<input checked="" type="checkbox"/> Pennsylvania
<input checked="" type="checkbox"/> Arkansas	<input checked="" type="checkbox"/> Massachusetts	<input type="checkbox"/> Puerto Rico
<input checked="" type="checkbox"/> California	<input checked="" type="checkbox"/> Michigan	<input checked="" type="checkbox"/> Rhode Island
<input checked="" type="checkbox"/> Colorado	<input type="checkbox"/> Midway Atoll	<input checked="" type="checkbox"/> South Carolina
<input checked="" type="checkbox"/> Connecticut	<input checked="" type="checkbox"/> Minnesota	<input checked="" type="checkbox"/> South Dakota
<input checked="" type="checkbox"/> Delaware	<input checked="" type="checkbox"/> Mississippi	<input checked="" type="checkbox"/> Tennessee
<input checked="" type="checkbox"/> District of Columbia	<input checked="" type="checkbox"/> Missouri	<input checked="" type="checkbox"/> Texas
<input checked="" type="checkbox"/> Florida	<input checked="" type="checkbox"/> Montana	<input checked="" type="checkbox"/> Utah
<input checked="" type="checkbox"/> Georgia	<input checked="" type="checkbox"/> Nebraska	<input type="checkbox"/> U.S. Virgin Islands
<input type="checkbox"/> Guam	<input checked="" type="checkbox"/> Nevada	<input checked="" type="checkbox"/> Vermont
<input checked="" type="checkbox"/> Hawaii	<input checked="" type="checkbox"/> New Hampshire	<input checked="" type="checkbox"/> Virginia
<input checked="" type="checkbox"/> Idaho	<input checked="" type="checkbox"/> New Jersey	<input type="checkbox"/> Wake Island
<input checked="" type="checkbox"/> Illinois	<input checked="" type="checkbox"/> New Mexico	<input checked="" type="checkbox"/> Washington
<input checked="" type="checkbox"/> Indiana	<input checked="" type="checkbox"/> New York	<input checked="" type="checkbox"/> West Virginia
<input checked="" type="checkbox"/> Iowa	<input checked="" type="checkbox"/> North Carolina	<input checked="" type="checkbox"/> Wisconsin
<input type="checkbox"/> Johnston Atoll	<input checked="" type="checkbox"/> North Dakota	<input checked="" type="checkbox"/> Wyoming
<input checked="" type="checkbox"/> Kansas	<input type="checkbox"/> Northern Mariana Islands	

2001 FCC Form 499-A Telecommunications Reporting Worksheet

Block 3: Carrier's Carrier Revenue Information

301	Filer 499 ID [from Line 101]	0004-3376-55			
302	Legal name of reporting entity [from Line 102]	RDST, Inc.			
Report billed revenues for January 1 through December 31, 2000. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars.		Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts
			Interstate (b)	International (c)	Interstate Revenues (d)
					International Revenues (e)
See instructions regarding percent interstate & international. Revenues from Services Provided for Resale by Other Contributors to Federal Universal Service Support Mechanisms					
<u>Fixed local services</u>					
303	Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and PCCC charges to IXCs				
a	Provided as unbundled network elements				
b	Provided under other arrangements				
304	Per-minute charges for originating or terminating calls				
a	Provided under state or federal access tariff				
b	Provided as unbundled network elements or other contract arrangement				
305	Local private line & special access				
306	Payphone compensation from toll carriers				
307	Other local telecommunications service revenues				
308	Universal service support revenues received from Federal or state sources				
<u>Mobile services (including wireless telephony, radio & messaging, and other mobile services)</u>					
309	Monthly, activation, and message charges except toll				
<u>Toll services</u>					
310	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)				
311	Ordinary long distance (direct-dialed LATS, customer toll-free 800/888 service, "10-10" calls, associated monthly account maintenance, PCCC pass-through, and other switched services not reported above)				
312	Long distance private line services				
313	Satellite services				
314	All other long distance services				

PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

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Block 4: End-User and Non-Telecommunications Revenues Information

0004-3376-55 RDST, Inc.		Total Revenues (a)		If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		(b)	(c)	Interstate Revenues (d)	International Revenues (e)		
401	Filer 499 ID [from Line 101]						
402	Legal name of reporting entity [from Line 102]						
Report billed revenues for January 1 through December 31, 2000							
Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.							
Revenues From All Other Sources (end-user telecom. & non-telecom.)							
403	Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	0%	0%				
<u>Fixed/local services</u>							
404	Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PICC charges	0%	0%				
405	PICC charges levied by a local exchange carrier on a no-PICC customer and Tariffed subscriber line charges	0%	0%				
406	Local private line and special access service	0%	0%				
407	Payphone coin revenues	0%	0%				
408	Other local telecommunications service revenues	0%	0%				
<u>Mobile services (including wireless technology, paging, and other mobile services)</u>							
409	Monthly and activation charges	0%	0%				
410	Message charges including roaming, but excluding toll charges	0%	0%				
<u>Intl services</u>							
411	Prepaid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	0%	0%				
412	International calls that both originate and terminate in foreign points	0%	0%				
413	Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenues reported on Line 412	0%	0%				
414	Ordinary long distance (direct-dialed MTS, customer toll-free 800/888 service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)	0%	0%				
415	Long distance private line services	0%	0%				
416	Satellite services	0%	0%				
417	All other long distance services	0%	0%				
418	Enhanced services, inside wiring maintenance, billing and collection, customer premises equipment, published directory, dark fiber, Internet access, cable TV program transmission, and non-telecommunications service revenues (see instructions)						
419	Gross billed revenues from all sources (incl. reseller & non-telecom.) [Lines 303 through 314 plus Lines 403 through 418]			2,179,174.53		1,474,769.94	604,434.84
420	Universal service contribution bases [Lines 403 through 411 & Lines 413 through 417]			2,179,174.00		1,474,796.00	604,434.00

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Block 5: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101]	0004-3376-55
502 Legal name of reporting entity [from Line 102]	RDST, Inc.

Most filers must contribute to LNP administration and must provide the percentages requested in Lines 503 through 510. Filing entities that use Line 603 to certify that they are exempt from this requirement need not provide this information.

Percentage of revenues reported in Block 3 and Block 4 billed in each region of the country. Round or estimate to nearest whole percentage. Enter 0 if no service was provided in the region.

		Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503 Southeast:	Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, and U.S. Virgin Islands	%	15%
504 Western:	Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming	%	12%
505 West Coast:	California, Hawaii, Nevada, American Samoa, Guam, Johnston Atoll, Midway Atoll, Northern Mariana Islands, and Wake Island	%	17%
506 Mid-Atlantic:	Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, and West Virginia	%	7%
507 Mid-West:	Illinois, Indiana, Michigan, Ohio, and Wisconsin	%	28%
508 Northeast:	Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont	%	8%
509 Southwest:	Arkansas, Kansas, Missouri, Oklahoma, and Texas	%	13%
510 Total	[Percentages must add to 0 or 100]	%	100%

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4, Line 420 but may be excluded from a filer's TRS, NANPA, LNP, and FCC common carrier regulatory fee contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below.

	(a)	(b)
	Total Revenues	Interstate and International
	\$	\$

Revenues from resellers that do not contribute to Universal Service

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Block 6: CERTIFICATION: to be signed by an officer of the filer

601 Filer 499 ID [from Line 101]

0004-3376-55

602 Legal name of reporting entity [from Line 102]

RDST, Inc.

Section IV of the instructions provides information on which types of reporting entities are required to file for which purposes. Any entity claiming to be exempt from one or more contribution requirements should so certify below and attach an explanation. [The Universal Service Administrator will determine which entities meet the de minimis threshold based on information provided in Block 4, even if you fail to so certify, below.]

Universal Service ☐TRS ☐NANPA ☐LNP Administration ☐

603 I certify that the reporting entity is exempt from contributing to:

Provide explanation below.

604 I certify that the revenue data contained herein are privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to Sections 0.499, 52.17, 54.711 and 64.604 of the Commission's Rules.

☒

I certify that I am an officer of the above-named reporting entity, that I have examined the foregoing report and, to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate statement of the affairs of the above-named company for the previous calendar year. In addition, I swear, under penalty of perjury, that all requested identification registration information has been provided and is accurate.

605 Signature

606 Printed name of officer

607 Position with reporting entity

608 Date

609 This filing is:

☐ Original filing☒ Revised filing

Do not mail checks with this form. Send this form to: Form 499 c/o NECA, 80 South Jefferson Road, Whippany New Jersey, 07981

For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet information: (973) 560-4400 or via e-mail: Form499@neca.org

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PERSONS MAKING WILLFULLY FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. §1001

EXHIBIT 5



Universal Service Administrative Company

August 27, 2003

Filer 499 ID: 819966

Dial-Thru, Inc.
17383 Sunset Blvd.
Suite 350
Pacific Palisades, CA 90272

Attn: Wendy Flores

RE: 2001 Form 499-A Revision Rejection

The Universal Service Administrative Company (USAC) has completed a review of the Revised FCC Form 499-A that you submitted for the purpose of revising revenue reported by Dial-Thru, Inc. for the period January 1 – December 31, 2000. Based on the information provided, we are unable to accept the revision because it was not filed within one year of the original submission.

USAC recognizes that you may disagree with our decision. **If you wish to file an appeal, your appeal must be postmarked no later than 60 days after the date of this letter.**

In the event that you choose to appeal the decision, you should follow these guidelines:

- Write a "Letter of Appeal to USAC" explaining why you disagree with this Revised Form 499-A Rejection letter and identify the outcome that you request;
- Mail your letter to:
Letter of Appeal
USAC
2120 L Street, NW, Suite 600
Washington, DC 20037
- Appeals submitted by fax, telephone call, and e-mail **will not** be processed.
- Provide necessary contact information. Please list the name, address, telephone number, fax number, and e-mail address (if available) of the person who can most readily discuss this appeal with USAC.
- Identify the "Legal Reporting Name" and "Filer 499 ID."

80 South Jefferson Rd., Whippany, NJ 07981 Voice: 973/560-4460 Fax: 973/599-6507
Visit us online at: <http://www.universalservice.org>

- Explain the appeal to the USAC. Please provide documentation to support your appeal.
- Attach a photocopy of this Revised Form 499-A Rejection decision that you are appealing.

USAC will review all "letters of appeal" and respond in writing within 90 days of receipt thereof.

The response will indicate whether USAC:

- (1) agrees with your letter of appeal, and approves an outcome that is different from the Revised Form 499-A Rejection Letter; or
- (2) disagrees with your letter of appeal, and the reasons therefor.

If you disagree with the USAC response to your "letter of appeal," you may file an appeal with the FCC within 60 days of the date USAC issued its decision in response to your "Letter of Appeal." The FCC address where you may direct your appeal is:

Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Room TW-A325
Washington, DC 20554

Please be sure to indicate the following information on all communications with the FCC:
"Docket Nos. 96-45 and 97-21."

In the alternative, you may write and send an appeal letter directly to the Federal Communications Commission (FCC), and bypass USAC. Your letter of appeal to the FCC must explain why you disagree with the USAC decision. You are also encouraged to submit any documentation that supports your appeal. The FCC rules governing the appeals process (Part 54 of Title 47 of the Code of Federal Regulations 54.719 – 54.725) are available on the FCC web site (www.fcc.gov).

If you have questions or concerns regarding this letter, please contact Lisa Tubbs at (973) 884-8116 or Christy Doleshal at (973) 560-4428.

Sincerely,

USAC

EXHIBIT 6

October 23, 2003

RE: Dial-Thru, Inc. Filer 499 ID: 819966

Letter of Appeal
USAC
2120 L Street, NW, Suite 600
Washington, DC 20037

Subject: Letter of Appeal

Dear Sir or Madam,

We are in receipt of the attached letter from USAC rejecting Dial-Thru, Inc.'s ("Dial-Thru") 2001 revised 499A (filed by Dial-Thru International, Inc., a predecessor corporation). I am hereby writing this letter to formally appeal USAC's decision and respectfully request USAC reconsider its decision for the following reasons.

Dial-Thru's original 499A was filed with NECA within the appropriate time frame required to report the company's revenues for calendar year 2000. This 499A was filed in good faith by the former management of Dial-Thru. At the time of the original filing, Dial-Thru used a third party regulatory compliance firm. Dial-Thru was under the belief that this firm accurately reported only those revenues subject to the Federal Communications Commission's jurisdiction. I have spoken to the former management of Dial-Thru and the regulatory firm, and neither has record of receiving a notice that the form was improperly filed.

After discussing the revenue figures with NECA, I understand that the contribution liability for 2000 was based on the 499-S, which included total company revenue of \$3,417,586.2. I am including this form for your review. The amount was ultimately doubled to \$6,835,172 and used in lieu of the actual figures.

The 499-A filed in the first quarter of 2001, which I am also attaching for your review, totaled \$2,179,174. In the first part of 2000, Dial-Thru ceased providing certain services that were heretofore subject to FCC jurisdiction. In its haste to submit the 499-S, the company slightly overstated the correct amount, which was ultimately corrected at the time that the 499-A was submitted. The overstatement of revenue used to calculate the company's contribution is \$4,655,998.

The original form, as filed, with the actual revenue figures noted above, has been on file with NECA since the first quarter of 2001. However, as the revenue was apparently only included on Line 419, "Gross billed revenue from all sources", the accurate revenue figures were not used by USAC.

Dial-Thru is a small company. As you can imagine, paying an amount in excess of actual jurisdictional receipts is a significant burden, especially when that amount equates to a tripling of the company's legal obligation. The company, and its current shareholders, should not be made to suffer financially for an honest mistake made by the company's former management. Other taxing authorities, such as the Internal Revenue Service, provide taxpayers several years to catch and correct honest errors. USAC, as the pseudo-tax collecting arm of the FCC, should provide its constituency the same leniency because, ultimately, USAC should not insist on collecting contributions based on

February 9, 2004

revenues to which the FCC has no jurisdiction. Furthermore, the excess USF liability, generated by increasing Dial-Thru's obligations based on an estimated revenue figure of approximately \$4.6 million in excess of the actual revenues reported, will force the company into financial ruin. This result is certainly not in the public interest.

Given the facts set forth above and because the company is simply asking to remit to USAC the appropriate amount due based on actual receipts, it is my sincere hope that you will reconsider your rejection of our revised filing and correct our account accordingly.

If you need to contact me directly, you can do so to the following address:

Dial-Thru, Inc.
17383 Sunset Boulevard, Suite 350
Pacific Palisades, CA 90272
Attn: Allen Sciarillo, Chief Financial Officer
Ph: 310-566-1700 Fax: 310-573-7316

I look forward to your positive response.

Sincerely,

Allen Sciarillo
Chief Financial Officer
Dial-Thru, Inc.